






For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation SPENCER CHARITABLE FOUNDATION		A Employer identification number 74-2900267	
Number and street (or P O box number if mail is not delivered to street address) 1001 REDBUD TRAIL		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code WEST LAKE HILLS, TX 78746		B Telephone number (see instructions) (361) 882-7001	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,831,170		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	5,245			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21,206	21,012		
	4 Dividends and interest from securities	16,988	16,988		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 	100,866			
	b Gross sales price for all assets on line 6a 563,726				
	7 Capital gain net income (from Part IV, line 2)		9,973		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	144,305	47,973		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) 	5,245	1,574		3,671
	c Other professional fees (attach schedule) 	11,710	3,513		8,197
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	337	101		236
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) 	130	39		91
	24 Total operating and administrative expenses. Add lines 13 through 23	17,422	5,227		12,195
	25 Contributions, gifts, grants paid	95,000			95,000
	26 Total expenses and disbursements. Add lines 24 and 25	112,422	5,227		107,195
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	31,883			
	b Net investment income (if negative, enter -0-)		42,746		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	91,759	74,771	74,771
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ 341 Less allowance for doubtful accounts ▶ _____	206	341	341
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,263	836	836
	10a Investments—U S and state government obligations (attach schedule)	134,687	82,551	78,270
	b Investments—corporate stock (attach schedule)	749,080	666,730	911,866
	c Investments—corporate bonds (attach schedule)	592,041	775,491	765,086
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,569,036	1,600,720	1,831,170	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	1,000	1,000	
	23 Total liabilities (add lines 17 through 22)	1,000	1,000	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,568,036	1,599,720	
	30 Total net assets or fund balances (see instructions)	1,568,036	1,599,720	
	31 Total liabilities and net assets/fund balances (see instructions) .	1,569,036	1,600,720	

Part III Analysis of Changes in Net Assets or Fund Balances		
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,568,036
2 Enter amount from Part I, line 27a	2	31,883
3 Other increases not included in line 2 (itemize) ▶ _____	3	228
4 Add lines 1, 2, and 3	4	1,600,147
5 Decreases not included in line 2 (itemize) ▶ _____	5	427
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,599,720

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	9,973
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	96,326	1,730,781	0 055655
2015	94,796	1,798,812	0 052699
2014	94,636	1,822,297	0 051932
2013	83,716	1,759,389	0 047582
2012	74,551	1,706,609	0 043684
2 Total of line 1, column (d)			2 0 251552
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 050310
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 1,796,087
5 Multiply line 4 by line 3			5 90,361
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 427
7 Add lines 5 and 6			7 90,788
8 Enter qualifying distributions from Part XII, line 4			8 107,195

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	427
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	427
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	427
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	1,263
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	1,263
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	836
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 836 Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>FANCHER & COMPANY CPAS</u> Telephone no ► <u>(361) 882-7001</u>			

Located at ► 606 N CARANCAHUA ST SUITE 1500 CORPUS CHRISTI TX ZIP+4 ► 78401

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here.			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JACK W SPENCER 1001 REDBUD TRAIL AUSTIN, TX 78746	PRESIDENT/DI 1 00	0	0	0
DEANNA JUNE SPENCER 1001 REDBUD TRAIL AUSTIN, TX 78746	VP/DIRECTOR 1 00	0	0	0
CHARLOTTE SPENCER STACY 2604 SALERNO PLACE CEDAR PARK, TX 78613	SECRETARY/DI 1 00	0	0	0
ANDREW M SPENCER 6011 SIERRA ARBOR COURT AUSTIN, TX 78759	TREASURER/DI 1 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. ▶

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	949,553
b	Average of monthly cash balances.	1b	74,057
c	Fair market value of all other assets (see instructions).	1c	799,829
d	Total (add lines 1a, b, and c).	1d	1,823,439
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,823,439
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	27,352
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,796,087
6	Minimum investment return. Enter 5% of line 5.	6	89,804

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	89,804
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	427
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	427
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	89,377
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	89,377
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	89,377

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	107,195
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	107,195
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	427
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	106,768

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				89,377
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			65,308	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 107,195				
a Applied to 2016, but not more than line 2a			65,308	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2017 distributable amount.				41,887
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				47,490
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) MR MRS JACK SPENCER	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	95,000
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt PurposesForm **990-PF** (2017)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.		1a(1)	No
(2) Other assets.		1a(2)	No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.		1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)	No
(3) Rental of facilities, equipment, or other assets.		1b(3)	No
(4) Reimbursement arrangements.		1b(4)	No
(5) Loans or loan guarantees.		1b(5)	No
(6) Performance of services or membership or fundraising solicitations.		1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c	No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship


Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-11-08 Date	***** Title

May the IRS discuss this return with the preparer shown below (see instr)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
--

Paid Preparer Use Only	Print/Type preparer's name ROBERT C FANCHER CPA	Preparer's Signature 	Date 2018-11-08	Check if self-employed <input checked="" type="checkbox"/>	PTIN P01060818
	Firm's name ▶ FANCHER & COMPANY				Firm's EIN ▶
	Firm's address ▶ 606 N CARANCAHUA ST STE 1500 CORPUS CHRISTI, TX 784010686				Phone no (361) 882-7001

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BAYLOR UNIVERSITY SPENCER FAMILY SCHOLARSHIP FUND ONE BEAR PLACE WACO, TX 76798	NONE	501(C)3	SPENCER FAMILY SCHOLARSHIP FUND	12,000
BAYLOR UNIVERSITY BENNETT SCHOLARSHIP FUND ONE BEAR PLACE WACO, TX 76798	NONE	501(C)3	BARNETT SCHOLARSHIP FUND	12,000
CRP CHR METRO MINISTRIES 1919 LEOPARD STREET CORPUS CHRISTI, TX 78469	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	7,000
Total ▶ 3a				95,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HELPING HAND HOME FOR CHILDREN 3804 AVE B AUSTIN, TX 78751	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	6,000
THE BRIDGE BREAST NETWORK 3600 GASTON AVE STE 401 DALLAS, TX 75246	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	5,000
THE SAFE PLACEPO BOX 19454 AUSTIN, TX 78760	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	5,000
Total ▶ 3a				95,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE SALVATION ARMY 10711 BURNETT RD 231 AUSTIN, TX 78758	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	7,000
TEXAS LIONS CAMPPPO BOX 290247 KERVILLE, TX 78029	NONE	501(C)3	CAMPING-CHILDREN W MEDICAL COND	2,000
FAMILY ELDERCARE 1700 RUTHERFORD LANE AUSTIN, TX 78754	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	2,000
Total 				95,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GREAT HILLS BAPTIST CHURCH 10500 JOLLYVILLE ROAD AUSTIN, TX 78759	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	1,000
MEALS ON WHEELS 3227 EAST 5TH STREET AUSTIN, TX 78702	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	2,000
THE TSTC FOUNDATION 3801 CAMPUS DRIVE WACO, TX 76705	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	5,000
Total ▶ 3a				95,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEASON FOR CARING 4315 GUADALUPE ST STE 30 AUSTIN, TX 78751	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	2,000
CARNITAS OF AUSTIN 611 NECHES STREET AUSTIN, TX 78701	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	3,000
AUSTIN CHILDREN SHELTER PO BOX 19454 AUSTIN, TX 78760	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	2,000
Total ▶ 3a				95,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SAM HOUSTON STATE UNIVERSITY 905 UNIVERSITY AVENUE HUNTSVILLE, TX 77340	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	12,000
CENTRAL TEXAS FIRST 2541 SOUTH IH-35 STE 200-263 ROUND ROCK, TX 78664	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	10,000
Total ▶ 3a				95,000

TY 2017 Accounting Fees Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,920	576		1,344
TAX PREPARATION FEES	3,325	998		2,327

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Gain/Loss from Sale of Other Assets Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ST SALES - FROST - SEE ATTACHED	2017-01	PURCHASE	2017-12		78,151	80,052			-1,901	
LT SALES - FROST - SEE ATTACHED	2016-12	PURCHASE	2017-12		273,004	204,962			68,042	
LT SALES - FROST - SEE ATTACHED	2016-12	PURCHASE	2017-12		202,598	177,846			24,752	

TY 2017 Investments Corporate Bonds Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
APPLE INCORPORATED	25,792	25,926
AT & T INCORPORATED	49,534	50,102
CAPITAL ONE FINANCIAL CORPORATION	52,928	53,424
CONOCO PHILLIPS COMPANY	25,007	25,291
DU PONT E I DE NEMOURS & CO.	24,104	24,945
HONEYWELL INTERNATIONAL INC		
IBM CORPORATION		
JOHN DEERE CAPITAL CORPORATION	61,397	51,317
JP MORGAN CHASE & COMPANY		
MEDTRONIC INCORPORATED	41,731	40,881
MORGAN STANLEY SERIES MTN		
NIKE INCORPORATED	25,053	24,864
ORACLE CORPORATION	24,459	24,966
PEPSICO INCORPORATED	25,502	25,653
ST JUDE MEDICAL INCORPORATED		
WELLS FARGO & COMPANY	25,069	25,154
VANGUARD HOLDINGS PLC	112,500	111,744
HSBC HOLDINGS, PLC	42,343	42,977
AMGEN, INC.	52,270	51,950
COSTCO WHOLESALE	40,135	39,673

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
STARBUCKS	43,117	42,510
MICROSOFT CORP.	39,350	38,947
HOME DEPOT INC.	25,107	25,011
PHILIP MORRIS INTL	40,093	39,751

TY 2017 Investments Corporate Stock Schedule

Name: SPENCER CHARITABLE FOUNDATION
EIN: 74-2900267

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES		
ABBVIE INC	3,714	9,187
ALLERGAN PLC		
ALPHABET INC. CL A COM	3,929	10,534
ALPHABET INC. CLA COM	2,865	8,371
AMAZON.COM INC	3,679	16,373
AMERICAN BEACON STEPHENS SM CAP	17,235	26,617
AMERICAN EXPRESS	6,830	10,130
AMERICAN INTL GROUP INC	4,509	6,673
AMERICAN TOWER CORP. REIT	3,587	4,565
APPLE INC	4,404	11,169
BAXALTA INC. COM		
BECTON DICKINSON & CO.	3,609	5,352
BIOGEN IDEC INC		
BLACKROCK INC COM	1,479	4,110
BOEING CO	2,895	6,783
BORGWARNER INC		
BRISTOL-MEYERS SQUIBB		
CANADIAN PACIFIC RAILWAY	3,224	4,386
CAPITAL ONE FINANCIAL CORP	6,649	9,261
CARNIVAL CORP PAIRED CTF 1	3,717	5,509
CELGENE CORP COM	4,393	8,036
CISCO SYSTEM INC	2,210	3,256
CITIGROUP INC	6,981	9,822
COGNIZANT TECH SOLUTIONS		
COMPAST CORPORATION NEW CL A COM	4,528	5,887
CORNING INC	2,485	4,223
COSTCO WHOLESALE CORP NEW	2,247	5,025
CVS CAREMARK CORP		
CVS HEALTH CORP. COM		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DANAHER CORPORATION	4,458	6,033
DISCOVERY COMMUNICATIONS INC		
DISNEY (WALT) COMPANY HOLDING	2,759	3,118
DOLLAR GENERAL CORP		
DOW CHEMICAL CO.		
EATON CORP PLC	4,595	5,768
EBAY INCORPORATED	4,075	6,189
EDWARDS LIFESCIENCES CORP. COM	4,545	5,297
ELECTRONIC ARTS INC. COM	2,172	3,467
FACEBOOK INC	5,183	14,117
FNF GROUP TRACKING STOCK	5,420	8,280
FORTIVE CORP. COM	1,429	2,315
GENERAL ELECTRIC CO.	5,666	4,066
GILEAD SCIENCES INC		
HARDING LOEVNER EMERGING MKTS ADV	32,407	41,371
HARDING LOEVNER INT'L EQ FD INSTL	33,283	42,427
HARDING LOEVNER MKTS		
HILTON WORLDWIDE HLDGS INC.		
HOME DEPOT INC	4,814	10,424
HONEYWELL INT'L, INC.		
ISHARES COHEN & STEERS REALTY	16,885	27,458
JOHN CTLS INTL PLC		
JOHN HANCOCK FDS III-DISCIPLINED VALUE	35,616	41,155
KANSAS CITY SOUTHERN COM	5,446	6,629
LAM RESEARCH CORPORATION	1,125	4,050
LAS VEGAS SANDS CORP	9,455	12,091
LAZARD INTL EQTY PORT	37,897	42,625
LAZARD LTD CL		
LOWES COS INC	4,188	6,692
MASTERCARD INC CL A	3,312	11,049

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MAXIM INTERGRATED PRODUCTS INC.		
MEDTRONIC PLC	6,424	6,945
MICROSOFT CORP. COM	10,065	15,141
MOODYS CORP	1,350	4,133
NASDAQ QMX GROUP INC	4,473	6,915
NETFLIX INC. COM	1,850	3,647
NEWELL BRANDS INC. COM	3,375	3,461
NIELSON N.V. COM	9,779	8,445
NIKE INC		
NOVARTIS AG ADR	5,526	6,969
NXP SEMICONDUCTORS NV	2,699	3,630
OCCIDENTAL PETROLEUM CORP	9,750	9,208
PALO ALTO NETWORKS INC.		
PAYPAL HLDGS INC.	2,323	4,859
PERRIGO CO PLC	2,719	2,876
PIONEER NATURAL RESOURCES CO COM	4,049	4,667
PRICELINE.COM INC	1,986	5,213
RAYTHEON CO NEW COM	2,011	3,006
ROYAL DUTCH SHELL PLC ADR CL B	7,874	9,970
SALESFORCE.COM INC	3,023	4,907
SCHLUMBERGER LIMITED		
SCHWAB CHARLES CORP	3,275	6,164
SHERWIN-WILLIAMS CO COM	3,019	4,100
SHIRE PLC ADR	6,730	5,895
SKYWORKS SOLUTIONS INC. COM	6,674	7,691
SOUTHWEST AIRLINES CO.	3,471	5,367
SPLUNK INC.		
STARBUCKS CORP	506	4,882
T ROWE PRICE INTL DISCOVERY FD	13,866	28,099
T ROWE PRICE MID-CAP GROWTH FUND	37,440	40,221

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TARGET CORP		
TIME WARNER INC		
TJX COMPANIES INC. COM	3,520	3,670
TWENTY-FIRST CENTURY FOX		
UNITED CONTINENTAL HOLDINGS INC		
UNITEDHEALTH GROUP INC. COM	3,376	4,850
VALERO ENERGY CORP	4,020	5,974
VANGUARD SMALL-CAP GROWTH		
VICTORY SMALL CO OPP FUND	21,956	25,865
VISA INC CL A	3,787	13,682
WALGREENS BOOTS ALLIANCE INC. COM		
WELLS FARGO & CO NEW COM		
WEYERHAEUSER CO REIT	8,138	8,886
WHIRLPOOL	5,524	5,734
WORKDAY INC. CL A		
ZOETIS INC	2,032	4,250
'REILY AUTOMOTIVE	2,800	2,646
BANK OF AMERICA	7,410	8,945
BANK OF NEW YORK	7,558	8,402
WELLS FARGO	3,065	4,975
DOW DUPONT INC. COM	5,689	8,404
MORGAN STANLEY COM	3,463	3,463
FIRST TENERGY CORP.	4,635	4,715
INGREDION INC. COM	5,934	7,130
TYSON FOODS, INC.	5,486	6,972
CIGNA CORP. COM	2,499	3,453
NUCOR CORP.	3,514	3,751
CHVRON CORPORATION	6,785	7,511
INCYTE CORP.	3,325	2,747
SERVICE NOW, INC.	2,782	4,172

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DXC TECHNOLOGY CO COM	4,642	4,935
VERIZON COMMUNICATIONS	2,819	3,229
INVESCO DEV MARKETS FUND	17,618	19,378
COHEN & STEERS INSTL REALTY FD	35,000	33,529
JOHNSON CTS INTL PLC	8,849	7,889
BROADCOM, LTD	3,611	3,597
ROCHE HOLDING, LTD	2,737	2,811

TY 2017 Investments Government Obligations Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267**US Government Securities - End
of Year Book Value:****US Government Securities - End
of Year Fair Market Value:****State & Local Government
Securities - End of Year Book
Value:**

82,551

**State & Local Government
Securities - End of Year Fair
Market Value:**

78,270

TY 2017 Other Decreases Schedule

Name: SPENCER CHARITABLE FOUNDATION
EIN: 74-2900267

Description	Amount
CURRENT YEAR FEDERAL TAX	427

TY 2017 Other Expenses Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	130	39		91

TY 2017 Other Increases Schedule

Name: SPENCER CHARITABLE FOUNDATION
EIN: 74-2900267

Description	Amount
NON-DIVIDEND DISTRIBUTION	228

TY 2017 Other Liabilities Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYABLE - FANCHER & CO	1,000	1,000

TY 2017 Other Notes/Loans Receivable Short Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267

Name of 501(c)(3) Organization	Balance Due
MISC RECEIVABLES	341

TY 2017 Other Professional Fees Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FINANCIAL MANAGEMENT FEE	11,710	3,513		8,197

TY 2017 Taxes Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	337	101		236

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491319029868	
<div>Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small></div>		<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990</div>			<div>OMB No 1545-0047</div> <div>2017</div>
		<div>Name of the organization SPENCER CHARITABLE FOUNDATION</div>			<div>Employer identification number 74-2900267</div>
<div>Organization type (check one)</div>					
<div>Filers of:Section:</div>					
Form 990 or 990-EZ		<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>			
Form 990-PF		<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>			
<div>Check if your organization is covered by the General Rule or a Special Rule.</div> <div>Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions</div>					
<div>General Rule</div> <div><input checked="" type="checkbox"/> For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.</div>					
<div>Special Rules</div> <div><input type="checkbox"/> For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.</div> <div><input type="checkbox"/> For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.</div> <div><input type="checkbox"/> For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions <i>exclusively</i> for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$</div>					
<div>Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).</div>					
<div>For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF</div> <div>Cat No 30613X</div> <div>Schedule B (Form 990, 990-EZ, or 990-PF) (2017)</div>					

Name of organization SPENCER CHARITABLE FOUNDATION	Employer identification number 74-2900267
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Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MR MRS JACK SPENCER 1001 REDBUD TRAIL AUSTIN, TX 78746	\$ 5,245	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization SPENCER CHARITABLE FOUNDATION	Employer identification number 74-2900267
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	